



Roger H. Cummings

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Areas of Practice Emphasis

- Corporate
- Intellectual Property
- Business Technology
- Mergers & Acquisitions
- Antitrust & Trade Regulation
- International
- Minority Business Enterprises
- Schools & Educational Institutions

Prominent Assignments

- Regularly counsel international and domestic clients concerning wide range of corporate issues regarding U.S.-based business
- Corporate counseling and contract negotiations involving joint ventures, strategic alliances, mergers/acquisitions, and related agreements
- Antitrust and trade regulation counseling
- Drafting and negotiating wide variety of contracts and licenses regarding design, development, maintenance, sale, warranty, and related matters associated with automotive vehicles, systems, and components, at all levels
- Counsel for intellectual property matters, such as:
 - intellectual property matters for selling corporation in \$1 billion divestiture;
 - joint venture agreements for design, development and/or supply of products such as automotive seating systems, recliners, brake lines and safety system components (air bag inflators), and other technologies such as thin-film solar/photovoltaic cells and nickel-metal-hydride batteries;
 - product development and technology licensing agreements;
 - OEM, tier one/lower tier purchase order/supply agreement terms and conditions, nondisclosure - nonanalysis agreements, product/technology development agreements, and related matters;
 - intellectual property matters in troubled supplier/workout situations including accommodation/license agreements;
 - intellectual property matters in agreements with the government, such as an OEM hybrid vehicle project with DOE, and agreements involving universities and USCAR;
 - agreements for design/fabrication of prototype vehicles; and
 - clickwrap license agreements including, for example, vehicle diagnostic systems and data for specialty

equipment manufacturers

Education

- J.D. (magna cum laude), Harvard Law School, 1974
- Law Clerk: Honorable J. Edward Lumbard, United States Court of Appeals for the Second Circuit, 1974-1975
- B.A. in Economics (summa cum laude), Amherst College, 1971

Admitted to Practice

- Michigan, 1981
- New York, 1975

Professional and Community Involvement

- Member, Board of Trustees, Garrett-Evangelical Theological Seminary (Evanston, Illinois)

Publications and Presentations

- American Bar Association, Section of International Law & Practice, Co-editor (with David Goldsweig, formerly of General Motors and Delphi Automotive Systems), International Joint Ventures: A Practical Approach to Working with Foreign Investors in the U.S. and Abroad (2nd Edition), 1990

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Edgar C. Howbert

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Areas of Practice Emphasis

- **Banking & Financial Services**
- **Bankruptcy**
- **Mergers & Acquisitions**

Representative Clients

- JP Morgan Chase Bank, N.A.
- Borders Group, Inc.
- Altarum Institute (formerly Environmental Research Institute of Michigan)

Prominent Assignments

- Counsel to JPMorgan Chase Bank, N.A. in numerous credit-based and asset-based loan transactions
- Counsel to JP Morgan Chase Bank, N.A. as Agent in the Chapter 11 proceedings of Aetna Industries, Inc, Zenith Industrial Corporation, The Ingersoll Milling Machine Company, Fleming Packaging Corporation, and others
- Counsel to Debtors and Creditors Committees in Chapter 11 proceedings
- Counsel to Borders Group, Inc. in connection with its borrowing transactions
- Counsel to various corporations, e.g., Fred Sanders, Weaver Exploration Company, Palace Quality Service Industries, Inc. on general corporate matters, including both public and private offerings of stock

Education

- L.L.B. (cum laude), Harvard Law School, 1965
- A.B. (cum laude), Princeton University, 1959

Admitted to Practice

- Michigan, 1966

Professional and Community Involvement

- Member of Board of Directors and General Counsel, Turnaround Management Association (1993-2005)
- General Counsel, Association of Certified Turnaround Professionals, Inc. (1996-2005)

- Member, Debtor and Creditor Section of Metropolitan Detroit Bar Association
- Member, American Bankruptcy Institute
- Former President, Board of Trustees, Franklin-Wright Settlements, Inc.
- Former President, Board of Trustees, Friends School in Detroit
- Former member, Board of Trustees, University Liggett School
- Director, Detroit Youth Foundation

Publications and Presentations

- Digest of Commercial Laws of the World, "State Variations of Commercial Law for Michigan"
- Co-author of *Strategies for Secured Creditors in Workouts and Foreclosures*, American Law Institute and American Bar Association, 2004

Acknowledgements

- Listed in Best Lawyers in America (Bankruptcy)
- Michigan *SuperLawyers* (Banking)

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Kristi A. Katsma

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Areas of Practice Emphasis

- Bankruptcy
- Corporate
- Mergers & Acquisitions
- Banking & Financial Services

Representative Clients

- Daimler Chrysler Company, LLC
- Magna International, Inc.
- Johnson Controls, Inc.
- Visteon Corporation
- LaSalle Bank
- Caterpillar Financial Corporation
- JP Morgan Chase Bank

Prominent Assignments

- Counsel to various OEM and Tier One automotive clients in resolving distressed supplier situations, protecting production, and resourcing.
- Counsel to financial institutions and secured lenders in managing distressed debtors, restructurings, workouts and bankruptcy matters.
- Counsel to clients, in various industries, in relation to purchase orders, long term agreements and other contractual matters.
- Counsel to various parties in merger and acquisition transactions.

Education

- J.D., University of Michigan Law School, 1995
- B.S. in Economics (magna cum laude), Western Michigan University, 1992

Admitted to Practice

- Michigan, 1995

Professional and Community Involvement

- Member, State Bar of Michigan
- Member, American Bar Association
- Board Member, Washtenaw County Bar Association, Past
- President, Washtenaw County Young Lawyers Association, Past
- Board Member, Detroit Center City Community Mental Health

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Christopher C. Maeso

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Areas of Practice Emphasis

- Corporate
- Mergers & Acquisitions
- Banking & Financial Services
- Private Equity
- Securities
- Real Estate

Representative Clients

- Delphi Corporation
- Crestmark Bank
- Blue Cross Blue Shield of Michigan
- Poof-Slinky, Inc.
- Magna International, Inc.
- Olga's Kitchen, Inc.
- Seligman & Associates

Prominent Assignments

- Borrower's counsel on a \$2.8 billion financing
- Representation of a NYSE listed company in all of their securities law matters; representation of NASDAQ listed company on select securities law issues
- Chief counsel for a local bank on all corporate, commercial and loan documentation matters
- Corporate and acquisition counsel for major companies in the automotive supply, manufacturing, toy, restaurant, banking, technology and other industries
- Counsel to private equity funds
- Drafting master form commercial documents for a Tier One automotive supplier and Fortune 100 company

- Negotiating and closing a complex joint venture arrangement between an Internet start-up and Fortune 100 company
- Representation of various parties in commercial real estate purchase, sale and leasing transactions

Education

- B.A., University of Michigan, 1992
- J.D., University of Michigan Law School, 1994

Admitted to Practice

- Michigan, 1995
- Illinois, 1995

Professional and Community Involvement

- Member of the State Bar of Michigan
- Former Member of the Board of Directors for the Michigan Hispanic Bar Association
- Member of the Board of Directors of the Technology Law and Training Advisory Board for the Institute of Continuing Legal Education

Publications and Presentations

- Guest Lecturer at Hillsdale College undergraduate entrepreneur's course – Spring 2005 and 2006
- Privacy Policies Don't Draft Away One of Your Client's Most Valuable Assets, Michigan Business Law Journal

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Areas of Practice Emphasis

- **Intellectual Property**
- **Commercial & Business Litigation**
- **Information Technology & Security Law**

Prominent Assignments

- Counsel clients in the clearance, availability, and use of trademarks as well as advertising and unfair competition matters
- Represent clients in litigation involving the prosecution and defense of trademark, copyright, and patent rights
- Participate in all aspects of trademark prosecution and appeals as well as cancellation and opposition proceeding
- Extensive experience in international trademark law involving trademark clearance and prosecution as well as the enforcement of international rights through litigation, administrative proceedings and other anti-counterfeiting activities
- Manage world wide trademark portfolio for Fortune 500 company

Education

- J.D., University of Detroit Mercy School of Law, 1996
 - Best Oralist, Professional Responsibility Competition, 1995
 - 1st Place-Best Oral Advocacy, G. Mennen Williams Moot Court, Competition, 1994
- B.A., Wayne State University, 1992

Admitted to Practice

- Michigan, 1996
- Illinois, 2000
- U.S. District Court Eastern District of Michigan, 1996
- U.S. District Court Western District of Michigan, 1997
- U.S. Court of Appeals 6th Circuit, 1999
- U.S. Patent and Trademark Office, 2002

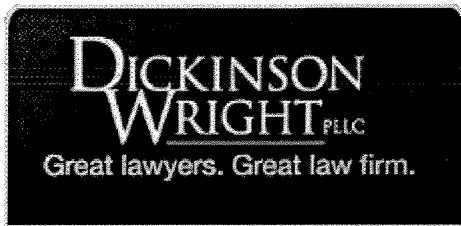
Professional and Community Involvement

- Member, State Bar of Michigan (Intellectual Property Law Section)
- Member, State Bar of Illinois
- International Trademark Association
- Michigan Intellectual Property Law Association

Previous Experience

- In house Counsel for U.S. Cellular Corporation
- Judicial intern for the Honorable Patrick J. Duggan, Justice of the U.S. District Court for the Eastern District of Michigan
- Attorney for the Office of Corporation Counsel for the City of Dearborn
- Intern for the Wayne County Prosecutor's Office in the Environmental Division, 1996-1997

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Laurence E. Winokur

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Areas of Practice Emphasis

- Real Estate

Representative Clients

- Oakland Mall
- York Properties, Inc.
- Maple Leaf Properties

Prominent Assignments

- Experienced in real estate development, real estate finance and mortgage lending, and leasing
- Represented various developers in acquisition, development, and leasing of projects

Education

- J.D., University of Michigan Law School
- B.A., University of Michigan

Admitted to Practice

- Michigan, 1970
- U.S. District Court, Eastern District of Michigan 1971

Professional and Community Involvement

- Member, American Bar Association
- Member, State Bar of Michigan Real Property Section and Business Law Section
- Frequent lecturer at real estate seminars throughout the nation

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